

ATTACHMENT I
KENTUCKY DATA LINK, INC.
D/B/A CINERGY NETWORKS
ARTICLES OF INCORPORATION
&
ILLINOIS CERTIFICATE OF AUTHORITY

Copy
ORDERED TO RECORD
PAID \$ _____ INC. TAX

MAY 23 11 31 AM '90

DONALD W. BLEVINS
FAYETTE COUNTY CLERK

BY ARTICLES OF INCORPORATION

OF

KENTUCKY DATA LINK, INC.

RECEIVED AND FILED

DATE APR 18 1990

TIME

9:45 AM

AMOUNT

60.00

BREMER EHRLER

SECRETARY OF STATE

COMMONWEALTH OF KENTUCKY

BY *Paula*

1. The corporation's name shall be KENTUCKY DATA LINK, INC.
2. The corporation's duration shall be perpetual.
3. The corporation's purposes shall be to transact any and all business for which private corporations may be incorporated under KRS Chapter 271.B, including, but not limited to ownership and sale of data services and equipment of all kinds and all other lawful business which a corporation in this Commonwealth may conduct.
4. The corporation shall have authority to issue 2000 shares of stock without par value.
5. The address of the corporation's initial registered office and its principal office shall be:

2647 Regency Road
Lexington, KY 40503

The name and address of the corporation's initial registered agent shall be A.D. WRIGHT, JR., 2647 Regency Road, Lexington, KY 40503.

6. The number of directors constituting the corporation's initial board of directors shall be three. There-

after the number of directors shall be as fixed in the bylaws.
The name and residence address of the initial members of the
board of directors are as follows:

A.D. WRIGHT, JR.
611 Broadway
P.O. Box 1337
Paducah, KY 42001

MARTHA LAYNE COLLINS
2647 Regency Road
P.O. Box 11890
Lexington, KY 40503

MICHAEL REYNOLDS
2220 Nicholasville Road
Lexington, KY 40503

The directors of the corporation shall serve at
the pleasure of the shareholders, and any director may be removed
without cause by an affirmative vote of a majority of the share-
holders, or by unanimous written consent of all the shareholders.

The officers of the corporation shall serve at
the pleasure of the board of directors, and any officer may be
removed without cause by an affirmative vote of a majority of the
directors, or by unanimous written consent of all of the directors.

7. The name and address of the incorporator is as
follows:

A.D. WRIGHT, JR.
2647 Regency Road
Lexington, KY 40503

This 30 day of March, 1990.

A.D. Wright Jr.
A.D. WRIGHT, JR.

STATE OF KENTUCKY
COUNTY OF McCRACKEN ... SCT.

Acknowledged, subscribed and sworn to before me by
A. D. WRIGHT, JR., this 30 day of March, 1990.

My commission expires

June 19, 1991
Janet Snyder
NOTARY PUBLIC

seal

This instrument prepared by:

William L. Sullivan
Dorsey, Sullivan, King, Gray & Norment
318 Second Street
Henderson, Kentucky 42420
(502) 826-3965

RECEIVED & FILED
OK 9000
Oct 30 11 57 PM '95

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
KENTUCKY DATA LINK, INC.

JOHN TABBAGE
SECRETARY OF STATE
COMMONWEALTH OF KENTUCKY
John Tabbage

Pursuant to KRS 271B.10-070, the undersigned corporation hereby executes the following Amended And Restated Articles Of Incorporation:

(A) The name of the corporation is Kentucky Data Link, Inc.

(B) The following Amended And Restated Articles Of Incorporation were adopted by the Shareholders of the corporation at a meeting held on October 23, 1995 in the manner prescribed by the Kentucky Business Corporation Act:

1. The name of the corporation is Kentucky Data Link, Inc.
2. The street address of the registered office of the corporation is 611 Broadway, Paducah, Kentucky 42001. The name of the registered agent is A. D. Wright, Jr.
3. The mailing address of the principal office of the corporation is 611 Broadway, Paducah, Kentucky 42001.
4. The total number of shares of common stock which may issued by the corporation is 3,000 no par value.
5. The business and affairs of the corporation are to be conducted by a board of directors, the number to be set in the manner provided in the Bylaws.
6. No director shall be personally liable to the corporation or its shareholders for monetary damages for breach of his duties as a director except to the extent that the applicable law from time to time in effect shall provide that such liability may not be eliminated or limited. Neither the

amendment nor repeal of this section shall affect the liability of any director of the corporation with respect to any act or failure to act which occurred prior to the amendment or appeal. This section is not intended to eliminate or limit any protection otherwise available to the directors of the corporation.

(C) The designation and number of shares entitled to vote on this matter is 1,000 shares of common stock. Present at the meeting were shareholders representing 1,000 shares of the common stock of the Corporation and which constitute all of the shareholders entitled to vote on such Amended And Restated Articles Of Incorporation.

(D) The total number of votes cast by each voting group entitled to vote separately thereon for and against such amendment, respectively, was:

<u>Voting Group</u>	<u>Number of Votes Cast</u>	
	For	Against
Common Shareholders	1,000	0

(E) The foregoing Amended And Restated Articles Of Incorporation supersede the original Articles Of Incorporation and all previous amendments thereto.

IN WITNESS WHEREOF, the undersigned duly authorized officer has executed these Amended And Restated Articles Of Incorporation on this the 24th day of October, 1995.

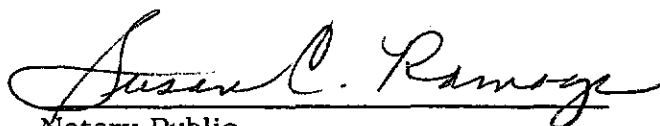
KENTUCKY DATA LINK, INC.

By: A. D. Wright, Jr.
A. D. Wright, Jr., President

COMMONWEALTH OF KENTUCKY
COUNTY OF McCRACKEN

The foregoing was subscribed, sworn to, and acknowledged before me by
A. D. Wright, Jr., President of Kentucky Data Link, Inc., on this 24th day of October,
1995.

My commission expires: 10-7-97.


Notary Public



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

MARCH 4, 2002

6208-389-1

CORP-LINK SERVICES, INC.
118 W EDWARDS ST STE 200
SPRINGFIELD, IL 62704

RE KENTUCKY DATA LINK, INC.

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. ENCLOSED PLEASE FIND THE AUTHORITY ACKNOWLEDGING REGISTRATION.

THIS DOCUMENT MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN ILLINOIS IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED, AS PROVIDED BY SECTION 1.10 OF THE BUSINESS CORPORATION ACT OF THIS STATE. FOR FURTHER INFORMATION CONTACT YOUR RECORDER OF DEEDS.

THE CORPORATION MUST FILE AN ANNUAL REPORT AND PAY FRANCHISE TAXES PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SECURITIES CANNOT BE ISSUED OR SOLD EXCEPT IN COMPLIANCE WITH THE ILLINOIS SECURITIES LAW OF 1953, 815 ILLINOIS COMPILED STATUTES, 5/1 ET SEQ. FOR FURTHER INFORMATION, CONTACT THE OFFICE OF THE SECRETARY OF STATE, SECURITIES DEPARTMENT AT (217) 782-2256 OR (312) 793-3384.

SINCERELY YOURS,

JESSE WHITE
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

JW.CD

Form **BCA-13.15**
(Rev. Jan. 1999)APPLICATION FOR CERTIFICATE
OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS

6208-3891

SUBMIT IN DUPLICATE!Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834
http://www.sos.state.il.us

This space for use by Secretary of State

FILED

MAR 4 2002

JESSE WHITE
SECRETARY OF STATEThis space for use by
Secretary of StateDate 3/4/02

Licensee Fee \$

Franchise Tax \$ 25.00Filing Fee \$ 75.00

Penalties \$

Approved: \$100.00Payment must be made by:
certified check, cashier's check,
Illinois attorney's check, Illinois
C.P.A.'s check or money order
payable to Secretary of State1. (a) CORPORATE NAME: Kentucky Data Link, Inc.

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: _____

(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Kentucky(b) Date of Incorporation: April 13, 1990(c) Period of Duration: Perpetual

3. (a) Address of the principal office, wherever located:

(b) Address of principal office in Illinois:

(If none, so state)

8829 Bond StreetNoneOverland Park, Kansas 66214

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent

National Registered Agents Inc.

First Name

Middle Name

Last Name

Registered Office

208 South LaSalle Street, Suite 1855

Number

Street

Suite #

Chicago60604Cook

City

ZIP Code

County

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)

Kentucky, Indiana, Ohio, Tennessee

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	ZIP
President John C. Greenbank	1419 W. Lloyd Expressway	Evansville	IN	47710
Secretary Cole W. Hanks	8829 Bond Street	Overland Park	KS	66214
Director Albert E. Cinelli	8829 Bond Street	Overland Park	KS	66214
Director John P. Cinelli	1419 W. Lloyd Expressway	Evansville	IN	47710
Director John C. Greenbank	1419 W. Lloyd Expressway	Evansville	IN	47710

If more than 3, attach list

7. Purpose or purposes proposed to be pursued in transacting business in this state:
(If not sufficient space to cover this point, add one or more sheets of this size.)

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common		NONE	3,000	100

9. Paid-in Capital: \$ 1.00
("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 40,000,000
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 1,500,000
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 18,000,000
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 300,000

11. Interrogatories: (Important -- this section must be completed.)

- ** (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance:
(b) Number of shares of all classes owned by residents of Illinois:
(c) Number of shares of all classes owned by non-residents of Illinois:
(d) Is the corporation transacting business in this state at this time?
(e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated 2/14 (Month & Day), 02 (Year) Kentucky Data Link, Inc. (Exact Name of Corporation)
attested by [Signature] (Signature of Secretary or Assistant Secretary) [Signature] (Signature of President or Vice President)
Cara W. Hanks, as Secretary by Allen E. Walcott, Jr. VP Treas.
(Type or Print Name and Title) (Type or Print Name and Title)

- * PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

- ** When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).

The transaction of any or all lawful purposes for which corporations may be organized under the Kentucky Business Corporation Act and permitted by the Illinois Business Corporation Act, including, but not limited to, the provision of telecommunication services.

INTERROGATORIES

11. (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance:

Kentucky Data Link, Inc.
8829 Bond Street
Overland Park, Kansas 66214

11. (b) Number of shares of all classes owned by residents of Illinois:

Zero (0) shares

11. (c) Number of shares of all classes owned by non-residents of Illinois:

100

11. (d) Is the corporation transacting business in this state at this time:

No

11. (c) If the answer to item 11. (d) is yes, state the exact date on which it commenced to transact business in Illinois:

N/A



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

MARCH 4, 2002

6208-389-1

CORP-LINK SERVICES, INC.
118 W EDWARDS ST STE 200
SPRINGFIELD, IL 62704

RE KENTUCKY DATA LINK, INC.

DEAR SIR OR MADAM:

APPLICATION TO ADOPT AN ASSUMED NAME HAS BEEN PLACED ON FILE AND THE CORPORATION CREDITED WITH THE REQUIRED FEE.

THE DUPLICATE COPY IS ENCLOSED.

SINCERELY,

JESSE WHITE
SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

JW:CD

Form **BCA-4.15/**
4.20

(Rev. Jan. 1999)

Jesse White
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-9520
www.cyberdriveillinois.comRemit payment in check or money
order, payable to "Secretary of State".APPLICATION TO ADOPT,
CHANGE OR CANCEL,
AN ASSUMED CORPORATE NAME**FILED**

MAR 4 2002

JESSE WHITE
SECRETARY OF STATE

File #

6208-389-1

SUBMIT IN DUPLICATEThis space for use by
Secretary of State

Date

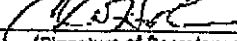
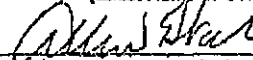
3/4/02

Filing Fee

\$90.00

Approved: 

- CORPORATE NAME: Kentucky Data Link, Inc.
- State or Country of Incorporation: Kentucky
- Date incorporated (if an Illinois corporation) or date authorized to transact business in Illinois (if a foreign corporation): 3/4 2002
(Month & Day) (Year)
(Complete No. 4 and No. 5 if adopting or changing an assumed corporate name.)
- The corporation intends to adopt and to transact business under the assumed corporate name of: Cinergy Networks
- The right to use the assumed corporate name shall be effective from the date this application is filed by the Secretary of State until 3/1 2005, the first day of the corporation's anniversary month in the next year which is evenly divisible by five.
(Month & Day) (Year)
(Complete No. 6 if changing or cancelling an assumed corporate name.)
- The corporation intends to cease transacting business under the assumed corporate name of:
- The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated 2/14 02
(Month & Day) (Year)attested by 
(Signature of Secretary or Assistant Secretary)Cole W. Hawks, as Secretary
(Type or Print Name and Title)by Kentucky Data Link, Inc.
(Exact Name of Corporation)
(Signature of President or Vice President)Allen E. W. Hunt or v P Hunt
(Type or Print Name and Title)

NOTE: The filing fee to adopt an assumed corporate name is \$20 plus \$2.50 for each month or part thereof between the date of filing this application and the date upon which the corporation may renew its use.

The fee for cancelling an assumed corporate name is \$5.00.

The fee to change an assumed name is \$25.